

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

SECURITIES AND EXCHANGE COMMISSION,

Case No. CV-11-00136 WHA

Plaintiff,

vs.

CHARLES SCHWAB INVESTMENT  
MANAGEMENT, CHARLES SCHWAB & CO.,  
INC., AND SCHWAB INVESTMENTS,

Defendants.

**STIPULATION AND ~~PROPOSED~~**  
**AMENDED ORDER APPROVING**  
**THE FINAL ACCOUNTING,**  
**TRANSFERRING FUNDS TO THE**  
**SECURITIES AND EXCHANGE**  
**COMMISSION, DISCHARGING**  
**THE DISTRIBUTION AGENT, AND**  
**TERMINATING THE**  
**DISTRIBUTION FUND**

WHEREAS, on October 11, 2016, the Court, approved the Securities and Exchange Commission's ("Commission") Order Approving the Final Accounting, Transferring Funds to the United States Treasury, Discharging the Distribution Agent, and Terminating the Distribution Fund ("Order") (Dkt. 94);

WHEREAS, it was deemed further clarification of the Order is needed;

THE PARTIES HEREBY STIPULATE AND AGREE, subject to the Court's approval, that the Order is amended to the following:

1. The final accounting is approved;
2. The Court shall transfer the remaining funds in the Court Registry Investment System account number 11-cv-00136, under the case name designation "*SEC v. Charles Schwab Investment Management, et al.*" in the amount of \$39.96 plus accrued earned interest to the Commission c/o Enterprise Services Center, Accounts Receivable Branch, 6500 South MacArthur Blvd, HQ Bldg., Room 181, AMZ-341, Oklahoma City, OK 73169;
3. The Commission is authorized to transfer all remaining funds, and any future funds that may be received, in this matter to the United States Treasury once the remaining tax obligations are paid; and,

1           4.       Upon transfer of the remaining funds to the United States Treasury, the  
2 Distribution Agent is discharged and the Distribution Fund is terminated.  
3 IT IS SO STIPULATED.

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5       Dated: November 18, 2016

UNITED STATES SECURITIES AND EXCHANGE  
COMMISSION

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7       By: /s/ David J. Gottesman

DAVID J. GOTTESMAN  
FRED BLOCK  
MELISSA HODGMAN

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10       CHARLES SCHWAB INVESTMENT  
11       MANAGEMENT, CHARLES SCHWAB & CO.,  
12       INC., AND SCHWAB INVESTMENTS

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14       By: 

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16       **PURSUANT TO STIPULATION, IT IS SO ORDERED.**

17       Dated: December 5, 2016.

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20       The Honorable William Alsup  
21       United States District Judge  
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